

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Charge Enterprises, Inc.

Debtor.¹

Chapter 11

Case No. 24-10349 (TMH)

Ref. D.I. 115, 128 & 140

**NOTICE OF THIRD AMENDED² AGENDA FOR HEARING SCHEDULED
FOR APRIL 8, 2024, AT 11:00 A.M. (ET) BEFORE THE HONORABLE
THOMAS M. HORAN, U.S. BANKRUPTCY COURT JUDGE, IN THE
U.S. BANKRUPTCY COURT, 824 NORTH MARKET STREET,
3RD FLOOR, COURTROOM 7, WILMINGTON, DELAWARE 19801**

**THIS HEARING WILL BE CONDUCTED IN-PERSON, ALL COUNSEL AND
WITNESSES ARE EXPECTED TO ATTEND UNLESS PERMITTED TO APPEAR
REMOTELY VIA ZOOM. PLEASE REFER TO JUDGE HORAN'S CHAMBERS
PROCEDURES AND THE COURT'S WEBSITE (www.deb.uscourts.gov) FOR
INFORMATION ON WHO MAY PARTICIPATE REMOTELY, THE METHOD
OF ALLOWED PARTICIPATION (VIDEO OR AUDIO), JUDGE HORAN'S
EXPECTATIONS OF REMOTE PARTICIPANTS, AND THE ADVANCE
REGISTRATION REQUIREMENTS.**

**To attend this hearing remotely, please register using the [eCourtAppearances](https://www.deb.uscourts.gov/ecourt-appearances) tool
(<https://www.deb.uscourts.gov/ecourt-appearances>).**

**The deadline to register for remote attendance is 4:00 p.m. (ET) the business day
before the hearing unless otherwise noted.**

**After registering your appearance, you will receive a confirmation email containing
information about joining the hearing.**

RESOLVED MATTERS:

1. Debtor's Motion for Entry of Interim and Final Orders (I) Authorizing the Debtor to Pay Certain Prepetition Claims of Trade Creditors; (II) Authorizing Banks to Honor and

¹ The last four digits of the Debtor's federal tax identification number are 1969. The Debtor's mailing address for purposes of the Chapter 11 Case is 125 Park Avenue, 25th Floor, New York, New York 10017.

² Second Amended items appear in bold.

Process Checks and Electronic Transfer Requests Related Thereto; and (III) Granting Related Relief [[D.I. 5](#), 3/7/24]

Objection Deadline: March 27, 2024, at 4:00 p.m. (ET)

Objections Received: None

Related Documents:

- A. Interim Order (I) Authorizing the Debtor to Pay Certain Prepetition Claims of Trade Creditors; (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto; and (III) Granting Related Relief [[D.I. 51](#), 3/11/24]
- B. Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 66](#), 3/12/24]
- C. Certification of Counsel Regarding Final Order (I) Authorizing the Debtor to Pay Certain Prepetition Claims of Trade Creditors; (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto, and (III) Granting Related Relief [[D.I. 95](#), 4/2/24]
- D. Final Order (I) Authorizing the Debtor to Pay Certain Prepetition Claims of Trade Creditors; (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (III) Granting Related Relief [[D.I. 103](#), 4/3/24]

Status: An order has been entered. No hearing is required.

- 2. Debtor's Motion for Entry of Interim and Final Orders (I) Authorizing the Debtor to (A) Pay Pre-Petition Employee Obligations and (B) Maintain and Continue Employee Benefit Programs and Pay Administrative Obligations Related Thereto, (II) Modifying the Automatic Stay with Respect to the Workers' Compensation Program; (III) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto; and (IV) Granting Related Relief [[D.I. 7](#), 3/7/24]

Objection Deadline: March 27, 2024, at 4:00 p.m. (ET)

Objections Received: None

Related Documents:

- A. Interim Order (I) Authorizing the Debtor to (A) Pay Pre-Petition Employee Obligations and (B) Maintain and Continue Employee Benefit Programs and Pay Administrative Obligations Related Thereto; (II) Modifying the Automatic

Stay with Respect to the Workers' Compensation Program; (III) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto; and (IV) Granting Related Relief [[D.I. 53](#), 3/11/24]

- B. Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 66](#), 3/12/24]
- C. Certification of Counsel Regarding Final Order (I) Authorizing the Debtor to (A) Pay Pre-Petition Employee Obligations and (B) Maintain and Continue Employee Benefit Programs and Pay Administrative Obligations Related Thereto; (II) Modifying the Automatic Stay with Respect to the Workers' Compensation Program; (III) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto; and (IV) Granting Related Relief [[D.I. 97](#), 4/2/24]
- D. Final Order (I) Authorizing the Debtor to (A) Pay Pre-Petition Employee Obligations and (B) Maintain and Continue Employee Benefit Programs and Pay Administrative Obligations Related Thereto; (II) Modifying the Automatic Stay with Respect to the Workers' Compensation Program; (III) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto; and (IV) Granting Related Relief [[D.I. 106](#), 4/3/24]

Status: An order has been entered. No hearing is required.

- 3. Debtor's Motion for Entry of Interim and Final Orders (I) Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Shares of, or Worthless Stock Deductions with Respect to, Stock of the Debtor and (II) Granting Related Relief [[D.I. 8](#), 3/7/24]

Objection Deadline: March 27, 2024, at 4:00 p.m. (ET)

Objections Received: None

Related Documents:

- A. Interim Order (I) Establishing Notification Procedures and Approving Restrictions on Certain Transfers of, or Worthless Stock Deductions with Respect to, Stock of the Debtor and (II) Granting Related Relief [[D.I. 54](#), 3/11/24]
- B. Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 66](#), 3/12/24]
- C. Notice of Disclosure Procedures Applicable to Certain Holders of Ordinary Shares, Disclosure Procedures for Transfers of Stocks, Disclosure Procedures

for Worthless Stock Deductions, and Final Hearing on the Application Thereof [[D.I. 67](#), 3/14/24]

- D. Certificate of No Objection Regarding Debtor's Motion for Entry of Interim and Final Orders (I) Establishing Notification Procedures, and Approving Restrictions on Certain Transfers of Shares of, or Worthless Stock Deductions with Respect to, Stock of the Debtor and (II) Granting Related Relief [[D.I. 98](#), 4/2/24]
- E. Final Order (I) Establishing Notification Procedures and Approving Restrictions on Certain Transfers of, or Worthless Stock Deduction Procedures with Respect to, Stock of the Debtor and (II) Granting Related Relief [[D.I. 100](#), 4/3/24]

Status: An order has been entered. No hearing is required.

- 4. Debtor's Motion for Entry of Interim and Final Orders Granting (I) Authority to (A) Continue Using Existing Bank Accounts and Cash Management System, and Paying All Fees Related Thereto, and (B) Implement Ordinary Course Changes to Cash Management System, Including Opening and Closing Bank Accounts; and (II) Related Relief [[D.I. 9](#), 3/7/24]

Objection Deadline: March 27, 2024, at 4:00 p.m. (ET)

Objections Received: None

Related Documents:

- A. Interim Order (I) Granting (I) Authority to (A) Continue Using Existing Bank Accounts, Business Forms, Cash Management System, and Pay All Fees Related Thereto and (B) Implement Ordinary Course Changes to Cash Management System, Including Opening and Closing Bank Accounts; and (II) Related Relief [[D.I. 55](#), 3/11/24]
- B. Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 66](#), 3/12/24]
- C. Certification of Counsel Regarding Final Order Granting (I) Authority to (A) Continue Using Existing Bank Accounts and Cash Management System, and Paying All Fees Related Thereto, and (B) Implement Ordinary Course Changes to Cash Management System, Including Opening and Closing Bank Accounts; and (II) Related Relief [[D.I. 94](#), 4/2/24]
- D. Final Order Granting (I) Authority to (A) Continue Using Existing Bank Accounts, Business Forms, Cash Management System, and Pay All Fees

Related Thereto and (B) Implement Ordinary Course Changes to Cash Management System, Including Opening and Closing Bank Accounts; and (II) Related Relief [[D.I. 96](#), 4/2/24]

Status: An order has been entered. No hearing is required.

5. Debtor's Application for Entry of an Order Authorizing the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of Petition Date [[D.I. 69](#), 3/18/24]

Objection Deadline: April 1, 2024, at 4:00 p.m. (ET);
Extended to April 3, 2024, at 4:00 p.m. (ET)
for the Office of the United States Trustee for
the District of Delaware (the "[U.S. Trustee](#)")

Objections Received:

- A. Informal response received from the U.S. Trustee

Related Documents:

- B. Certification of Counsel Regarding Order Authorizing the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of the Petition Date [[D.I. 102](#), 4/3/24]
- C. Order Authorizing the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of Petition Date [[D.I. 109](#), 4/3/24]

Status: An order has been entered. No hearing is required.

6. Debtor's Application for Entry of an Order Authorizing the Retention and Employment of Faegre Drinker Biddle & Reath LLP as Counsel to the Debtor Effective as of Petition Date [[D.I. 70](#), 3/18/24]

Objection Deadline: April 1, 2024, at 4:00 p.m. (ET);
Extended to April 3, 2024, at 4:00 p.m. (ET)
for the U.S. Trustee

Objections Received:

- A. Informal response received from the U.S. Trustee

Related Documents:

- B. Notice of Filing of Declaration of Craig Harper-Denson in Support of the Debtor's Application for Entry of an Order Authorizing the Retention and Employment of Faegre Drinker Biddle & Reath LLP as Counsel to the Debtor Effective as of the Petition Date [[D.I. 76](#), 3/20/24]
- C. Supplemental Declaration of Michael P. Pompeo in Support of the Debtor's Application for Entry of an Order Authorizing the Retention and Employment of Faegre Drinker Biddle & Reath LLP as Counsel to the Debtor Effective as of the Petition Date [[D.I. 110](#), 4/3/24]
- D. Certification of Counsel Regarding Order Authorizing the Employment and Retention of Faegre Drinker Biddle & Reath LLP as Counsel to the Debtor, Effective as of the Petition Date [[D.I. 111](#), 4/3/24]
- E. Order Authorizing the Employment and Retention of Faegre Drinker Biddle & Reath LLP as Counsel to the Debtor Effective as of the Petition Date [[D.I. 113](#), 4/4/24]

Status: An order has been entered. No hearing is required.

7. Debtor's Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals [[D.I. 82](#), 3/25/24]

Objection Deadline: April 1, 2024, at 4:00 p.m. (ET);
Extended to April 3, 2024, at 4:00 p.m. (ET)
for the U.S. Trustee

Objections Received:

- A. Informal response received from the U.S. Trustee

Related Documents:

- B. Certification of Counsel Regarding Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals [[D.I. 101](#), 4/3/24]
- C. Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals [[D.I. 108](#), 4/3/24]

Status: An order has been entered. No hearing is required.

MATTERS GOING FORWARD:

8. Debtor's Motion for Entry of Interim and Final Orders (A) Authorizing the Debtor to (I) Use Cash Collateral, (II) Obtain Senior Secured Superpriority Postpetition Financing and Granting Liens and Superpriority Administrative Claims, and (III) Provide Adequate Protection; (B) Scheduling a Final Hearing; and (C) Granting Related Relief [[D.I. 10](#), 3/7/24]

Objection Deadline:

March 27, 2024, at 4:00 p.m. (ET)

Objections Received:

- A. Informal response received from the U.S. Trustee
- B. Notice of Revised Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order [[D.I. 123](#), 4/4/24]³

Related Documents:

- C. Declaration of Craig Harper-Denson in Support of Debtor's Chapter 11 Petition and First Day Motions and Applications [[D.I. 3](#), 3/7/24]
- D. Declaration of Joel S. Karotkin in Support of Debtor's Motion for Entry of Interim and Final Orders (A) Authorizing the Debtor to (I) Use Cash Collateral, (II) Obtain Senior Secured Superpriority Postpetition Financing and Granting Liens and Superpriority Administrative Claims, and (III) Provide Adequate Protection; (B) Scheduling a Final Hearing; and (C) Granting Related Relief [[D.I. 11](#), 3/7/24]
- E. Interim Order Pursuant to Sections 105, 361, 362, 363, and 364 of the Bankruptcy Code and Rules 2002, 4001, 6004 and 9014 of the Federal Rules of Bankruptcy Procedure (A) Authorizing the Debtor to (I) Use Cash Collateral, (II) Obtain Senior Secured Superpriority Postpetition Financing and Granting Liens and Superpriority Administrative Claims, and (III) Provide Adequate Protection, (B) Scheduling a Final Hearing, and (C) Granting Related Relief [[D.I. 59](#), 3/12/24]
- F. Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 66](#), 3/12/24]

³ The Reservation of Rights was revised to incorporate certain non-substantive changes.

- G. Notice of Filing of Amended Exhibit to Declaration of Craig Harper-Denson in Support of Debtor's Chapter 11 Petition and First Day Motions and Applications [[D.I. 77](#), 3/21/24]
 - H. Notice of Filing of Draft Senior Secured Superpriority Debtor-in-Possession Term Loan Credit Agreement [[D.I. 92](#), 3/29/24]
 - I. Notice of Filing of Draft Proposed Final Order Pursuant to Sections 105, 361, 362, 363, and 364 of the Bankruptcy Code and Rules 2002, 4001, 6004, and 9014 of the Federal Rules of Bankruptcy Procedure (A) Authorizing the Debtor to (I) Use Cash Collateral, (II) Obtain Senior Secured Superpriority Postpetition Financing and Granting Liens and Superpriority Administrative Claims, and (III) Provide Adequate Protection and (B) Granting Related Relief [[D.I. 99](#), 4/2/24]
 - J. Debtor's Witness and Exhibit List for Hearing on April 8, 2024 at 11:00 a.m. (ET) [[D.I. 114](#), 4/4/24]
 - K. Notice of Filing of Final Senior Secured Superpriority Debtor-in-Possession Term Loan Credit Agreement [[D.I. 117](#), 4/4/24]
 - L. Notice of Filing Exhibit A to Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order [[D.I. 125](#), 4/4/24]
 - M. Debtor's Amended Witness and Exhibit List for Hearing on April 8, 2024, at 11:00 a.m. (ET) [[D.I. 139](#), 4/5/24]
 - N. **Response to Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order** [[D.I. 143](#), 4/7/24]
- Status: The Debtor has resolved the informal response from the U.S. Trustee by making certain revisions to the proposed final order and is awaiting confirmation the U.S. Trustee is fully resolved. This matter will be going forward on a final basis.
9. Debtor's Motion for Entry of an Order Approving Key Employee Retention Plan [[D.I. 71](#), 3/18/24]

Objection Deadline:

April 1, 2024, at 4:00 p.m. (ET);
 Extended to April 3, 2024, at 4:00 p.m. (ET)
 for the U.S. Trustee

Objections Received:

- A. Informal response received from the U.S. Trustee

Related Documents:

- B. Declaration of Craig Harper-Denson in Support of Debtor's Motion for Entry of an Order Approving Key Employee Retention Plan (Filed Under Seal, 4/5/24]
- C. Declaration of Craig Harper-Denson in Support of Debtor's Motion for Entry of an Order Approving Key Employee Retention Plan [Redacted Version] [[D.I. 136](#), 4/5/24]
- D. Certification of Counsel [[D.I. 137](#), 4/5/24]

Status: The Debtor has resolved the informal response from the U.S. Trustee by filing a supplemental declaration. A certification of counsel has been filed. Absent questions or concerns from the Court, no hearing is required.

- 10. Debtor's Application for Entry of an Order Authorizing the Employment and Retention of Piper Sandler & Co. as Investment Banker for the Debtor, Effective as of the Petition Date, and Waiving Certain Information Disclosure Requirements [[D.I. 72](#), 3/19/24]

Objection Deadline:

April 1, 2024, at 4:00 p.m. (ET);
Extended to April 3, 2024 at 12:00 p.m. (ET)
for Arena Investors, LP;
Extended to April 3, 2024, at 4:00 p.m. (ET)
for the U.S. Trustee

Objections/Responses Received:

- A. Informal response received from the U.S. Trustee
- B. Arena Investors, LP's Limited Objection to Application for Entry of an Order Authorizing the Employment and Retention of Piper Sandler & Co. as Investment Banker for the Debtor, Effective as of the Petition Date, and Waiving Certain Information Disclosure Requirements [[D.I. 104](#), 4/3/24]
- C. Debtor's Witness and Exhibit List for Hearing on April 8, 2024 at 11:00 a.m. (ET) [[D.I. 114](#), 4/4/24]
- D. Arena Investors, LP's Exhibit List for Hearing Scheduled for April 8, 2024 at 11:00 a.m. (Prevailing Eastern Time) [[D.I. 116](#), 4/4/24]

- E. Reply of Piper Sandler & Co. in Support of Debtor's Application for Entry of an Order Authorizing the Employment and Retention of Piper Sandler & Co. as Investment Banker for the Debtor, Effective as of the Petition Date, and Waiving Certain Information Disclosure Requirements [[D.I. 127](#), 4/5/24]
- F. Debtor's Reply in Support of Application for Entry of an Order Authorizing the Employment and Retention of Piper Sandler & Co. as Investment Banker for the Debtor, Effective as of the Petition Date, and Waiving Certain Information Disclosure Requirements [[D.I. 129](#), 4/5/24]
- G. Debtor's Amended Witness and Exhibit List for Hearing on April 8, 2024, at 11:00 a.m. (ET) [[D.I. 139](#), 4/5/24]

Related Documents:

- H. Supplemental Declaration of Joel S. Karotkin in Support of Debtor's Application for Entry of an Order Authorizing the Employment and Retention of Piper Sandler & Co. As Investment Banker for the Debtor, Effective as of the Petition Date, and Waiving Certain Information Disclosure Requirements [[D.I. 138](#), 4/5/24]
- I. **Notice of Filing of Revised Proposed Order Authorizing the Employment and Retention of Piper Sandler & Co. as Investment Banker for the Debtor, Effective as of the Petition Date, and Waiving Certain Information Disclosure Requirements [[D.I. 145](#) 4/7/24] ("Notice of Filing")**.

Status: This matter will be going forward with respect to the limited objection of Arena Investors, L.P. (the "Limited Objection"). Piper has filed its reply to the Limited Objection. The Debtor has filed its reply to the Limited Objection, along with a joint motion for leave to file late replies. With respect to the informal response from the U.S. Trustee, the Debtor has resolved the U.S. Trustee's informal response by filing a supplemental declaration and by incorporating certain revisions to the proposed retention order **as set forth in the revised proposed order attached to the Notice of Filing**. This matter will be going forward.

- 11. Debtor's Application for Entry of an Order Authorizing the Retention and Employment of Berkeley Research Group, LLC as Financial Advisor for the Debtor Effective as of the Petition Date [[D.I. 73](#), 3/19/24]

Objection Deadline:

April 1, 2024, at 4:00 p.m. (ET);
Extended to April 3, 2024, at 4:00 p.m. (ET)
for the U.S. Trustee

Objections Received:

- A. Informal response received from the U.S. Trustee
- B. Informal response received from the DIP Lender

Related Documents:

- A. Supplemental Declaration of Joseph A. Vizzini in Support of Debtor's Application for Entry of an Order Authorizing the Retention and Employment of Berkeley Research Group, LLC as Financial Advisor for the Debtor Effective as the Petition Date [[D.I. 122](#), 4/4/24]
- B. Certification of Counsel [[D.I. 124](#), 4/4/24]
- C. Order Authorizing the Retention and Employment of Berkeley Research Group, LLC as Financial Advisor for the Debtor, Effective as of the Petition Date [[D.I. 130](#), 4/5/24]

Status: An order has been entered. No hearing is required.

12. Debtor's Motion for Entry of an Order (I) Authorizing the Debtor to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business Effective as of the Petition Date and (II) Conditionally Waiving Certain Information Requirements of Local Rule 2016-2 [[D.I. 81](#), 3/25/24]

Objection Deadline: April 1, 2024, at 4:00 p.m. (ET);
Extended to April 3, 2024, at 4:00 p.m. (ET)
for the U.S. Trustee

Objections Received:

- A. Informal response received from the U.S. Trustee

Related Documents:

- A. Certification of Counsel [[D.I. 118](#), 4/4/23]

Status: A certification of counsel has been filed. Absent questions or concerns from the Court, no hearing is required.

STATUS CONFERENCE MATTER:

13. Notice of Revised Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order [[D.I. 123](#), 4/4/24]⁴

Related Documents:

- A. Notice of Filing Exhibit A to Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order [[D.I. 125](#), 4/4/24]
- B. **Response to Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order** [[D.I. 143](#), 4/7/24]

Status: This matter is going forward as a status conference.

ADDITIONAL MATTERS GOING FORWARD:

14. Joint Motion of the Responding Parties for Leave to File and Serve Their Replies to the Arena Objection Filed by Debtor and Piper Sandler & Co. [[D.I. 131](#), 4/5/24]

Objection Deadline: At the Hearing

Related Documents: None.

Status: This matter is going forward.

Objection Deadline: At the Hearing

Related Documents: None.

Status: This matter is going forward.

15. Debtor's Motion for Entry of an Order Authorizing Debtor to File Under Seal Certain Confidential Information in the Declaration of Craig Harper-Denson in Support of Debtor's Motion for Entry of an Order Approving Key Employee Retention Plan [[D.I. 134](#), 4/5/24]

Objection Deadline: At the Hearing

⁴ The Reservation of Rights was revised to reflect certain non-substantive revisions.

Related Documents: None.

Status: This matter is going forward.

16. **Motion of Arena Investors LP for Leave to File and Serve Response to Reservation of Rights of Korr Acquisitions Group, Inc., Korr Value L.P., and Kenneth Orr with Respect to the Interim Cash Collateral Order and the Debtor's Proposed Final Cash Collateral Order [D.I. 144, 4/7/24]**

Objection Deadline: At the Hearing

Related Documents: None.

Status: This matter is going forward.

Dated: April 8, 2024

FAEGRE DRINKER BIDDLE & REATH LLP

/s/ Ian J. Bambrick

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